



**ALEX PADILLA** | SECRETARY OF STATE | STATE OF CALIFORNIA  
BUSINESS PROGRAMS DIVISION  
1500 11<sup>th</sup> Street | Sacramento, CA 95814 | **Tel** 916.695.1242 | **Fax** 916.653.1315 | [www.sos.ca.gov](http://www.sos.ca.gov)

May 31<sup>st</sup>, 2019

[Corporation Name]  
[Corporation Address]

Dear Compliance Officer:

Our research and records reflect that this corporation is publicly traded and has a California address to conduct business in this state. This letter is intended to advise you of the California Secretary of State filing requirements and a recent change in the law.

**Statement of Information Filing Requirement:** California corporations and foreign corporations registered to do business in California are required to file an annual Statement of Information with the California Secretary of State (see Corporations Code sections 1502 (domestic) and 2117 (foreign)). The annual Statement of Information can be filed online through our **bizfile** California portal at [bizfile.sos.ca.gov](http://bizfile.sos.ca.gov).

**Corporate Disclosure Statement Filing Requirement:** Publicly traded California corporations and foreign corporations registered to do business in California are also required to file an annual Corporate Disclosure Statement within 150 days after the end of its fiscal year (see Corporations Code sections 1502.1 (domestic) and 2117.1 (foreign)).

The Corporate Disclosure Statement form, including instructions for completing the form, is available at <https://bpd.cdn.sos.ca.gov/corp/pdf/so/siptsupp.pdf> or through our **bizfile** California portal at [bizfile.sos.ca.gov](http://bizfile.sos.ca.gov). Eureka, our new chatbot located on our **bizfile** California portal can direct you quickly to the Corporate Disclosure Statement as well.

Please note that all foreign corporations transacting intrastate business in California are required to register with our office and file the required annual Statement of Information. (Corporations Code sections 2105 and 2117.)

**New Filing Requirement:** Effective January 1, 2019, every publicly held California and registered foreign corporation listing a California address for their principal executive office on the annual report filed with the United States Securities and Exchange Commission (SEC) pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934, (Form 10-K), must have at least one female director on their Board of Directors by December 31, 2019.

Additionally, by December 31, 2021, those California and registered foreign corporations listing a California address for their principal executive office on the Form 10-K are required to have minimum numbers of female directors based on the total size of their Board of Directors. You may wish to review Corporations Code sections 301.3 (domestic) and 2115.5 (foreign).



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The Secretary of State is required to publish a compliance report on its website on July 1, 2019 and thereafter annual compliance reports commencing in March of 2020.

The Secretary of State has modified the Corporate Disclosure Statement in order for the impacted publicly traded California and registered foreign corporations to report compliance for the 2019 requirement and will modify the Corporate Disclosure Statement again in order for corporations to report the additional 2021 requirements.

If you have filed a Corporate Disclosure Statement in 2019 and need to update the information, or if you have yet to file for 2019, enclosed is the required Corporate Disclosure Statement. There is no fee for filing the Corporate Disclosure Statement. The completed form can be mailed to: Secretary of State, Statement of Information Unit, P.O. Box 944230, Sacramento, CA 94244-2300 or delivered in person (drop off) to the Sacramento office, 1500 11th Street, Sacramento, CA 95814.

Sincerely

Legal Review Unit  
Business Programs Division

Enclosure